

**MINUTES FROM THE REGULAR MEETING
MEMORIAL HOSPITAL OF SWEETWATER COUNTY
BOARD OF TRUSTEES**

May 4, 2022

The Board of Trustees of Memorial Hospital of Sweetwater County met via Zoom in regular session on May 4, 2022, at 2:00 PM with Mr. Taylor Jones, President, presiding.

CALL TO ORDER

Mr. Jones called the meeting to order and announced there was a quorum. The following Trustees were present online at the call to order: Mr. Taylor Jones, Mr. Marty Kelsey, Ms. Kandi Pendleton, Dr. Barbara Sowada, and Mr. Ed Tardoni.

Officially present during the meeting: Ms. Irene Richardson, Chief Executive Officer; Dr. Brianne Crofts, Medical Staff President; Mr. Geoff Phillips, Legal Counsel.

Pledge of Allegiance

Mr. Jones led the attendees in the Pledge of Allegiance.

Our Mission and Vision

Ms. Pendleton read aloud the mission and vision statements.

Mission Moment

Ms. Richardson read aloud a message shared with her by Ms. Karali Plonsky, Quality Analyst, taken from Press Ganey patient survey comments regarding a recent Emergency Department visit.

AGENDA

The motion to approve the agenda was made by Dr. Sowada; second by Mr. Kelsey. Motion carried.

APPROVAL OF MINUTES

The motion to approve the minutes of the April 6, 2022, regular meeting as presented was made by Ms. Pendleton; second by Dr. Sowada. Motion carried.

COMMUNITY COMMUNICATION

There were no comments.

OLD BUSINESS

There was no old business.

NEW BUSINESS

Threshold Criteria

Ms. Kerry Downs, Director of Medical Staff Services, said the reason for the revision is so it matches the new bylaws.

CHIEF EXECUTIVE OFFICER REPORT

Ms. Richardson reported we went live with Cerner April 18. She thanked staff and department leaders who worked very hard to make it a very successful go-live. We are well on our way to making this an excellent conversion and this will be excellent for our patients. Ms. Richardson said budget work continues. Our budget was presented to the Board of County Commissioners. The Foundation Board conducted a successful retreat. Unidine conducted a town hall meeting with nutrition services staff. Ms. Richardson said we are excited to partner with them. Person-Centered Care workshops continue. The next Patient and Family Advisory Council meeting is May 9 via Zoom. The Hospital celebrated Patient Experience Week with themes, challenges, and fun activities. Ms. Richardson introduced Mr. Terry “TJ” Thompson, Director of Information Technology. She said he is a welcome addition to our hospital team. We celebrated our amazing Volunteers in April and are so happy to have them back onsite. Hospital Week is May 9-15 with many fun activities. A service dinner is planned May 10. A Town Hall via Zoom is scheduled May 13 at 10 AM and will be recorded. Ms. Richardson has requested presenting the hospital annual report to the Board of County Commissioners June 21. We continue preparing for The Joint Commission lab survey. Ms. Richardson said we continue following OSHA and CDC guidelines and require masks for all staff and visitors at MHSC. We are moving forward with our special purpose tax project plans. Ms. Richardson said we are hosting an after-hours meet and greet May 11 at the Holiday Inn and the community is invited to attend. The Wyoming Hospital Association (WHA) is hosting a trustee education session in Riverton May 19. Dr. Sowada will be presenting on a panel. Ms. Richardson said the WHA annual meeting is scheduled September 6 – 8 in Laramie. A recent Becker’s article featured the challenges hospitals are facing due to the pandemic. Ms. Richardson would like to discuss the information with the full Board in a finance workshop where we can also review the budget prior to the July meeting. Ms. Richardson thanked the staff and physicians for all of their hard work and thanked the Board for their support.

COMMITTEE REPORTS

Quality Committee

Dr. Sowada said the minutes are in the meeting packet. She said a large packet of information is also available in the portal.

Human Resources Committee

Dr. Sowada said a proposal to change one sentence in the Introductory and Probationary Period Policy will be brought to the Board in June. Dr. Sowada said the meeting minutes are in the packet.

Finance and Audit Committee

Mr. Tardoni said his comments and the financial information are in the meeting packet. He said capital is frozen but we have one per the Chief Financial Officer that qualifies for reimbursement from the County so we are moving it forward. A motion to approve capital expenditure request FY22-37 for a bulk oxygen upgrade project for \$296,729 was made by Mr. Tardoni; second by Mr. Kelsey. Motion carried.

Bad Debt: The motion to approve the net potential bad debt of \$1,128,284.95 as presented was made by Mr. Tardoni; second by Ms. Pendleton. Motion carried.

Building & Grounds Committee

Mr. Kelsey said his report and the minutes are in the meeting packet.

Foundation

Ms. Tiffany Marshall, Foundation Executive Director, reported on the recent retreat. She said she will e-mail notes to participants. A highlight is community education and she would love to have another follow-up discussion with both boards. Ms. Marshall thanked the Trustees for participating. Mr. Kelsey said he thought the consultant was very good and brought some great ideas.

Compliance Committee

Mr. Kelsey said the Committee did not meet.

Governance Committee, Executive Oversight and Compensation Committee and Joint Conference Committee

Mr. Jones said there are no updates for Governance, Executive Oversight and Compensation, and Joint Conference Committees.

CONTRACT REVIEW

Contract Consent Agenda

Ms. Suzan Campbell, In House Counsel, presented a lease between MHSC and the University of Utah for space they utilize when onsite. Mr. Jones said it will also need to go to the Board of County Commissioners for their approval. Mr. Tardoni noted there will be some work done in the area and Ms. Campbell said the U of U will pay for the work. The motion to approve the lease agreement as presented was made by Ms. Pendleton; second by Mr. Tardoni. Motion carried.

Contracts Approved By CEO Since Last Board Meeting

Mr. Kelsey asked about the HMR Staffing agreement for the dialysis director. Ms. Campbell said she will get answers and send to the full Board. Mr. Kelsey asked about the threshold amount. Mr. Jones said we could always come to the Board for approval. Mr. Tardoni said we might give some thought to raising that limit for the CEO in the future. Dr. Sowada asked about the pharmacy services agreement. Dr. Kari Quickenden, Chief Clinical Officer, said it is an amendment to our agreement for remote orders and this extends that agreement by one year.

MEDICAL STAFF REPORT

Dr. Crofts reported it is the general consensus of the physician that Cerner is a good thing.

GOOD OF THE ORDER

Mr. Jones noted the hard work by the Board, staff, and hospital to have things in order and be prepared. Mr. Tardoni said the information is on the hospital website for anyone to see. Mr. Jones said we have transparency.

EXECUTIVE SESSION

Mr. Jones said there would be an executive session. He said the Board would leave the current meeting, go to another link, and then return to the original meeting for actions taken following executive session. The motion to go into executive session was made by Mr. Tardoni; second by Ms. Pendleton. Motion carried.

RECONVENE INTO REGULAR SESSION

At 5:21 PM, the motion to leave executive session and return to regular session was made by Dr. Sowada; second by Mr. Tardoni. Motion carried.

ACTION FOLLOWING EXECUTIVE SESSION

Approval of Privileges

The motion to approve the list of practitioners for privileges and appointments to the medical staff as provided by Ms. Downs in Executive Session was made by Dr. Sowada; second by Ms. Pendleton. Motion carried.

Credentials Committee Recommendations from April 19, 2022

1. Initial Appointment to Associate Staff (1 year)
 - Dr. Cameron Kesler, Hospitalist
 - Dr. Mark Stowers, OB/GYN
2. Initial Appointment to Consulting Staff
 - Dr. Christopher Leoni, Tele Radiology (VRC)
 - Dr. Michael Seymour, Tele Radiology (VRC)
 - Dr. Richard Mitchell, Tele Radiology (VRC)

3. Initial Appointment to Non-Physician Provider Staff (1 year)
 - Deseriee Padilla, Adult-Gerontology Nurse Practitioner
4. Reappointment to Active Staff (2 year)
 - Dr. William Sarette, Pediatrics
 - Dr. David Liu, Otolaryngology
5. Reappointment to Consulting Staff (2 years)
 - Dr. John Ryan, Cardiovascular Disease (U of U)
 - Dr. Vivek Reddy, Tele Stroke (U of U)
 - Dr. Erin Clark, Maternal/Fetal Medicine (U of U)
 - Dr. Krishnan Kartha, Tele Radiology (VRC)
 - Dr. Thomas Boden, Tele Radiology (VRC)
 - Dr. Jennifer Ngo, Tele Radiology (VRC)

ADJOURNMENT

There being no further business to discuss, the meeting adjourned at 5:22 PM.

Mr. Taylor Jones, President

Attest:

Mr. Marty Kelsey, Secretary